

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MASSACHUSETTS

In re:

N2N Commerce, Inc. by and through  
Joseph F. Finn, Jr., in his capacity as Assignee  
for the Benefit of Creditors of N2N Commerce,  
Inc.,  
Debtor.

Chapter 7  
Case No. 09-10246

**MOTION TO DISMISS, ABSTAIN, OR,  
IN THE ALTERNATIVE, FOR RELIEF FROM STAY**

1. Lawrence Bohn (“Bohn”), Joel Cutler (“Cutler”), Sharen Turney (“Turney”), Martyn Redgrave (“Redgrave”), Ruben Pinchanski (“Pinchanski”), Stephen Asbaty (“Asbaty”), Wendy LaHaye (“LaHaye”) and Mark Delcher (“Delcher”) (collectively, “Movants”) hereby submit this motion, pursuant to Sections 707(a), 305(a)(1), and 362(d)(1) of title 11 of the United States Code (the “Bankruptcy Code”), Rules 1017 and 4001 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Rules 4001-1 and 9013-1 of the Local Bankruptcy Rules of the United States Bankruptcy Court for the District of Massachusetts (“Local Rules”), for an order dismissing the Chapter 7 bankruptcy case commenced by Joseph F. Finn in his capacity as assignee for the benefit of creditors of N2N Commerce, Inc. (“N2N,” the “Company” or the “Debtor”), abstaining pursuant to Section 305(a)(1) of the Bankruptcy Code or, in the alternative, for relief from the automatic stay of Section 362(a) of the Bankruptcy Code.

2. For the reasons set forth in the Memorandum in Support of Motion to Dismiss, Abstain, or, in the Alternative, for Relief from Stay, submitted concurrently herewith, Movants respectfully request that the Court: (i) dismiss this case under Section 707(a) of the Bankruptcy Code; (ii) abstain pursuant to Section 305(a)(1) of the Bankruptcy Code; or, in the alternative, (iii) grant relief from the automatic stay pursuant to Section 362(d)(1) of the

Bankruptcy Code so that the action styled *Pinchanski, et al. v. Finn*, Civil Action No. 4266-CC, pending in the Court of Chancery for the State of Delaware, may proceed; and (iv) grant such other and further relief as may be just and proper.

3. A Proposed Order is attached hereto as Exhibit A.

Dated: February 4, 2009

Respectfully submitted,

LAWRENCE BOHN, JOEL CUTLER,  
SHAREN TURNEY, MARTYN REDGRAVE  
RUBEN PINCHANSKI, STEPHEN  
ASBATY, WENDY LAHAYE & MARK  
DELCHER,

By their attorneys,

/s/ Michael J. Pappone

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*Counsel for Ruben Pinchanski, Stephen  
Asbaty, Wendy LaHaye & Mark Delcher*

**CERTIFICATE OF SERVICE**

I certify that this document filed through the ECF system will be sent electronically to the registered participants as identified on the Notice of Electronic Filing (NEF) and paper copies will be sent to those indicated as non-registered participants on February 4, 2009.

/s/ Michael J. Pappone

LIBA/1967079.1